

Hearing Date: May 18, 2011
Objections Deadline: May 11, 2011

LAW OFFICES OF JEROME ZAMOS
Jerome Zamos (Cal. State Bar No. 36246)
Admitted Pro Hac Vice
5228 Campo Road
Woodland Hills, California 91364-1927
Telephone: 818-348-6095
Facsimile: 818-348-6095
email: zamoslaw @ aol.com

Attorneys for Real Party in Interest
PRUDENCE WALTZ

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re:

LEHMAN BROTHER'S HOLDING,
INC., a Delaware Corporation
Debtor

Case No. 08-13555 JMP

Chapter 11

[jointly administered]

DECLARATION OF REAL PARTY IN INTEREST PRUDENCE WALTZ'S COUNSEL
JEROME ZAMOS IN SUPPORT OF MOTION PURSUANT TO 28 U.S.C. § 1334(c)(2) FOR
AN ORDER ABSTAINING FROM ANY FURTHER ACTIONS OR PROCEEDING IN THIS
COURT WHICH INTERFERES WITH THE PENDING STATE COURT ACTION IN THE
SUPERIOR COURT OF THE STATE OF CALIFORNIA FOR THE COUNTY OF LOS
ANGELES [BC 374163] AND CLARIFYING THE ORDER ENTERED HEREIN ON
DECEMBER 22, 2010 MODIFYING THE AUTOMATIC STAY IN THIS CASE WITH
REFERENCE TO THE REAL PROPERTY COMMONLY KNOWN AS
844-846 WEST 57TH STREET, LOS ANGELES, CALIFORNIA

THE UNDERSIGNED JEROME ZAMOS declares that if called as a witness in the
above referenced proceeding would competently testify based upon personal knowledge as to
each of the following facts.

1. I am now, and have at all times herein mentioned acted as counsel for REAL
PARTY IN INTEREST PRUDENCE M. WALTZ [hereinafter referred to as "WALTZ"] in the
action now pending in THE SUPERIOR COURT OF THE STATE OF CALIFORNIA FOR
THE COUNTY OF LOS ANGELES [hereinafter referred as "THE CALIFORNIA COURT"]
actions BC 374163 [hereinafter referred to as "THE PENDING STATE COURT ACTION"].

2. In THE PENDING STATE COURT ACTION WALTZ claims that she is the legal owner and entitled to both title and possession of that certain real property located at and commonly known as 844-846 West 57th Street, Los Angeles, California 90037-3628 [which is hereinafter referred to as "THE SUBJECT PROPERTY"] which is more fully described as follows:

The North 113.25 feet of Lot 382 or Burck's Golden Tract, in the City of Los Angeles, County of Los Angeles as per map recorded in Book 10, Page 26 of Maps in the office of the County Records of said County.

3. On December 22, 2011 this Court entered an order modifying the automatic stay in this action in order to allow THE PENDING STATE COURT ACTION to proceed in the state court in California which has now set the trial to begin on June 7, 2011.

4. Because none of the parties designated as debtors in the case pending in this Court under Title 11 are named as parties in the pleadings filed in THE PENDING STATE COURT ACTION, on March 28, 2011 I moved the state court for an order requiring their joinder in order to avoid a potential delay of the proceeding based on their absence.

5. My motion which sought the joinder any party in this case which claims an interest in THE SUBJECT PROPERTY was opposed by AURORA LOAN SERVICES, LLC [hereinafter referred to as "AURORA"] which claims to be acting as agent in THE PENDING COURT ACTION for LEHMAN BROTHERS' HOLDING, INC. in the defense and prosecution of claims in THE PENDING STATE COURT ACTION.

6. The basis for AURORA'S opposition to the joinder of any party in this case was its claim that their joinder in THE PENDING STATE ACTION was unnecessary because their interest in THE SUBJECT PROPERTY was represented by AURORA and their joinder would violate the automatic stay in this case despite the modification set forth in the order entered herein on December 22, 2011.

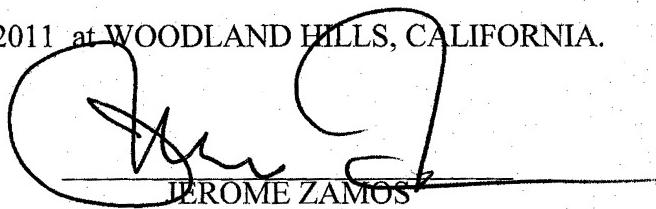
7. In denying WALTZ'S motion to require the joinder any party in this case which claims an interest in THE SUBJECT PROPERTY the state court ruled that their joinder was

unnecessary because the presence of AURORA as their agent was sufficient to bind each of said parties to any judgment entered in THE PENDING STATE COURT ACTION.

8. The trial judge in THE PENDING STATE COURT ACTION, however, suggested that it would be appropriate to request further guidance from the Court in the pending bankruptcy court concerning the extent of its jurisdiction to adjudicate WALTZ'S claims based upon the modification of the automatic stay contained in the order entered herein on December 22, 2011.

I declare under penalty of perjury under the laws of THE UNITED STATES OF AMERICA.

Executed April 7, 2011 at WOODLAND HILLS, CALIFORNIA.



JEROME ZAMOS

PROOF OF SERVICE BY MAIL

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of LOS ANGELES, State of CALIFORNIA. I am over the age of 18 and not a party to the within action; my business address is 5228 Campo Road, Woodland Hills, California 91364-1927.

On April 7, 2011 I served the following document(s) described as DECLARATION OF REAL PARTY IN INTEREST PRUDENCE WALTZ'S COUNSEL JEROME ZAMOS IN SUPPORT OF MOTION PURSUANT TO 28 U.S.C. § 1334(c)(2) FOR AN ORDER ABSTAINING FROM ANY FURTHER ACTIONS OR PROCEEDING IN THIS COURT WHICH INTERFERES WITH THE PENDING STATE COURT ACTION IN THE SUPERIOR COURT OF THE STATE OF CALIFORNIA FOR THE COUNTY OF LOS ANGELES [BC 374163] AND CLARIFYING THE ORDER ENTERED HEREIN ON DECEMBER 22, 2010 MODIFY-ING THE AUTOMATIC STAY IN THIS CASE WITH REFERENCE TO THE REAL PROPERTY COMMONLY KNOWN AS 844-846 WEST 57TH STREET, LOS ANGELES, CALIFORNIA on the interested parties by placing a true copy thereof enclosed in a sealed envelope with postage fully prepaid addressed to:

Shai Y. Waisman, Esq.
Jacqueline Marcus, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153

Andrew D. Velez-Rivera, Esq.
Office of the U.S. Trustee
33 Whitehall Street
21st. Floor
New York, NY 10004

Dennis F. Dunne
Milbank, Tweed, Hadley & McCloy LLP
1 Chase Manhattan Plaza
New York, NY 10005

[Counsel for AURORA LOAN SERVICES]
GARRETT & TULLEY, P.C.
CANDIE Y. CHANG, Esquire
STEPHANIE S. BANG, Esquire
225 South Lake Avenue, Suite 1400
Pasadena, California 91101-4869

[COUNSEL FOR REAL PARTY LEHMAN BROTHER'S HOLDING, INC.]
Justin D. Balser, Esquire
Donald M. Scotten, Esquire
Bryan M. Leifer, Esquire
AKERMAN SENTERFITT LLP
725 S. Figueroa St., Suite 3800
Los Angeles, CA 90071

CHAMBERS OF THE HON. JAMES M. PECK
THE UNITED STATES BANKRUPTCY COURT
Southern District of New York
Courtroom 601
One Bowling Green
New York, New York 10004-1408

MOHAMED FOUZI HAFFER, Esquire
Haffar Law Firm
555 W Beech St Ste 503
San Diego, CA 92101

BLUE OCEAN MORTGAGE, INC.
c/o MATTHEW P KAY
[its agent for service]
4347 McCONNELL
LOS ANGELES, CA 90066

JANELLE M. BAIRD
P.O. Box 1812
Hawaiian Gardens Ca, 90716

Samantha Hill
1201 N. Orange Grove Ave., #106
West Hollywood, CA 90046

MATTHEW P KAY
4347 McCONNELL
LOS ANGELES, CA 90066

LATOSHIA C. KELLER
4515 Don Ricardo Drive
Los Angeles, California 90008

I am "readily familiar" with the firms practice of collection and processing correspondence for mailing. Under that practice it would be deposited with U.S. postal service on that same day with postage thereon fully prepaid at Woodland Hills, California. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after the date of deposit for mailing in set forth in this affidavit.

I am employed in THE LAW OFFICES OF JEROME ZAMOS in Woodland Hills, California at whose direction service was made.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed April 7, 2011 at Woodland Hills, California.


Judith F. Kaplan